

13 September 2002

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporation Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Attention: Mr. Michael Coco

Dear Sir

**St.George Bank Limited: 12g3-2(b) Information - File No.82-3809**

We are furnishing herewith pursuant to Rule 12g3-2(b)(1)(i) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") the following additional documents that St.George Bank Limited (the "Company") has made public, distributed or filed with the Australian Stock Exchange Limited (the "ASX") or the Australian Securities and Investments Commission (the "ASIC") since May 16, 2002, the date of the Company's application for reinstatement of exemption from Rule 12g3-2(b) of the Exchange Act:

- New Issue Announcement

The attached documents are being furnished with the understanding that they will not be deemed "filed" with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents shall constitute an admission for any purpose that the Company is subject to the Exchange Act.

If you have any questions or comments please call the undersigned at 612 9236 1278.

Yours sincerely



Michael Bowan  
**General Counsel and Secretary**



**st.george**

St.George Bank Limited  
ABN 92 055 513 070

Group Secretariat  
Level 15  
182 George Street  
Sydney NSW 2000

Postal Address:  
PO Box R221  
Royal Exchange NSW 1225

Telephone: 612 9236 1469  
Facsimile: 612 9236 1899  
Email: bowanm@stgeorge.com.au

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PROCESSED

OCT 02 2002

THOMSON  
FINANCIAL

MB 9/24

ASIC registered agent number **14475**

**lodging party or agent name** **ST.GEORGE BANK LIMITED**

office, level, building name or PO Box no. \_\_\_\_\_

street number & name \_\_\_\_\_

suburb/city \_\_\_\_\_ state/territory \_\_\_\_\_ postcode \_\_\_\_\_

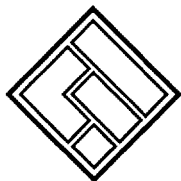
telephone ( ) \_\_\_\_\_

facsimile ( ) \_\_\_\_\_

DX number \_\_\_\_\_ suburb/city \_\_\_\_\_

**FILE NO. 82-3809**

ASS. ☐ REQ-A ☐  
CASH. ☐ REQ-P ☐  
PROC. ☐



**Australian Securities & Investments Commission**

form **207**

**Notification of  
share issue**

Corporations Act 2001.  
**254X(1)**

company name **ST.GEORGE BANK LIMITED**

A.C.N. **92 055 513 070**

**Details of the issue**

date of issue (d/m/y) **12 / 09 / 2002** or period of issue (d/m/y) from / / to / /

**Class of shares** - show only details of shares which have been issued.

If you are listing any of the common classes of shares shown below, show only the class code.

If you are listing a different class of share, at 'class code' show a letter code of no more than 4 letters and then show the full title.

class code	full title
ORD	ORDINARY FULLY PAID SHARES

code	full title	code	full title
A	A	PRF	preference
B	B ...etc	CUMP	cumulative preference
EMP	employee's	NCP	non-cumulative preference
FOU	founders	REDP	redeemable preference
LG	life governor's	NRP	non-redeemable preference
MAN	management	CRP	cumulative redeemable preference
ORD	ordinary	NCRP	non-cumulative redeemable preference
RED	redeemable	PARP	participative preference
SPE	special		

**Details of shares issued**

class of share	number issued	amount (if any) paid, or agreed to be considered as paid, per share	amount unpaid (if any), per share
ORD	50,000	\$10.34	

- Have all shares been issued for cash only? Yes ☒ No ☐  
If Yes, lodge this form. No other forms are required. If No, see item 2
- Were some or all of the shares issued under a written contract? Yes ☐ No ☒  
If Yes, Proprietary companies must also lodge a Form 207Z certifying that all stamp duties have been paid.  
Public companies must also lodge a Form 207Z and either a Form 208 or a copy of the contract.  
If No, Public companies must also lodge a Form 208.

**Signature**

I certify that the information in this form is true and complete.

print name **MICHAEL HAROLD SEE BOWAN** capacity **SECRETARY**

sign here

date **13 / 09 / 02**

Small Business (less than 20 employees), please provide an estimate of the time taken to complete this form

**Include**

The time actually spent reading the instructions, working on the question and obtaining the information  
The time spent by all employees in collecting and providing this information

hrs mins

**Appendix 3B**  
**New issue announcement**

*Rule 2.7, 3.10.3, 3.10.4, 3.10.5*

## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

Name of entity

ST.GEORGE BANK LIMITED

ABN

92 055 513 070

We (the entity) give ASX the following information.

### Part 1 - All issues

*You must complete the relevant sections (attach sheets if there is not enough space).*

- |   |  |                        |
|---|--|------------------------|
| 1 | +Class of +securities issued or to be issued   | Ordinary shares        |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 50,000 ordinary shares |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | N/A                    |

+ See chapter 19 for defined terms.

### Appendix 3B

#### New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>Yes, with existing fully paid ordinary shares.</p>										
<p>5 Issue price or consideration</p>	<p>\$10.34</p>										
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Shares issued under the St.George Bank Executive Option Plan.</p>										
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>12 September 2002</p>										
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th>+Class</th> </tr> </thead> <tbody> <tr> <td>498,097,921</td> <td>Ordinary shares</td> </tr> <tr> <td>3,000,000</td> <td>PRYMES</td> </tr> <tr> <td>174,965</td> <td>8.5% unsecured capital notes</td> </tr> <tr> <td>217,134</td> <td>8.25% unsecured capital notes</td> </tr> </tbody> </table>	Number	+Class	498,097,921	Ordinary shares	3,000,000	PRYMES	174,965	8.5% unsecured capital notes	217,134	8.25% unsecured capital notes
Number	+Class										
498,097,921	Ordinary shares										
3,000,000	PRYMES										
174,965	8.5% unsecured capital notes										
217,134	8.25% unsecured capital notes										

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

	Number	+Class
9	10,547	Redeemable preference borrower share
	359,095	Redeemable preference depositor share
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	
	To be treated in the same manner as other quoted ordinary shares.	

## Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
12	Is the issue renounceable or non-renounceable?	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
13	Ratio in which the +securities will be offered	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
14	+Class of +securities to which the offer relates	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
15	+Record date to determine entitlements	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
17	Policy for deciding entitlements in relation to fractions	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>
18	Names of countries in which the entity has +security holders who will not be sent new issue documents  <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	<div style="border: 1px solid black; height: 80px; width: 100%;"></div>
19	Closing date for receipt of acceptances or renunciations	<div style="border: 1px solid black; height: 30px; width: 100%;"></div>

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	
25	If the issue is contingent on *security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do *security holders sell their entitlements <i>in full</i> through a broker?	
31	How do *security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

- 32 How do \*security holders dispose of their entitlements (except by sale through a broker)?
- 33 \*Despatch date

### Part 3 - Quotation of securities

*You need only complete this section if you are applying for quotation of securities*

- 34 Type of securities  
(tick one)
- (a) ☒ Securities described in Part 1
- (b) ☐ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

*(If the additional securities do not form a new class, go to 43)*

*Tick to indicate you are providing the information or documents*

- 35 ☐ If the \*securities are \*equity securities, the names of the 20 largest holders of the additional \*securities, and the number and percentage of additional \*securities held by those holders
- 36 ☐ If the \*securities are \*equity securities, a distribution schedule of the additional \*securities setting out the number of holders in the categories  
     1 - 1,000  
     1,001 - 5,000  
     5,001 - 10,000  
     10,001 - 100,000  
     100,001 and over
- 37 ☐ A copy of any trust deed for the additional \*securities

*(now go to 43)*

+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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**Entities that have ticked box 34(b)**

- 38 Number of securities for which  
 +quotation is sought

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- 39 Class of +securities for which  
 quotation is sought

--

- 40 Do the +securities rank equally in all  
 respects from the date of allotment  
 with an existing +class of quoted  
 +securities?

If the additional securities do not  
 rank equally, please state:

- the date from which they do
- the extent to which they  
 participate for the next dividend,  
 (in the case of a trust,  
 distribution) or interest payment
- the extent to which they do not  
 rank equally, other than in  
 relation to the next dividend,  
 distribution or interest payment

--

- 41 Reason for request for quotation  
 now

Example: In the case of restricted securities, end of  
 restriction period

(if issued upon conversion of  
 another security, clearly identify that  
 other security)

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- 42 Number and +class of all +securities  
 quoted on ASX (including the  
 securities in clause 38)

Number	+Class

(now go to 43)



**Appendix 3B**  
**New issue announcement**

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**All entities****Fees**

43 Payment method (tick one)

☐ Cheque attached☐ Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

☐ Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

**Quotation agreement**

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

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+ See chapter 19 for defined terms.

**Appendix 3B**  
**New issue announcement**

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- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:



Secretary

Date: .....13/09/02.....

Print name:

Michael Bowan

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+ See chapter 19 for defined terms.